1. Name and Address of Reporting Person

PEDERSEN GEORGE J

12015 LEE JACKSON HIGHWAY

2. Issuer Name and Ticker or Trading Symbol

MANT

3. Statement for Issuer’s Fiscal Year Ended (Month/Day/Year)

12/31/2002

4. Transaction Date (Month/Day/Year)

1/14/2003

5. Relationship of Reporting Person(s) to Issuer

Chairman, CEO and President

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

D

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Class A Common Stock

1. Title of Security (Instr. 3)

Class A Common Stock

2. Transaction Date (Month/Day/Year)

1/14/2003

3. Deemed Execution Date, if any (Month/Day/Year)

3. Deemed Execution Date, if any (Month/Day/Year)

4. Transaction Code (Instr. 5)

Class A Common Stock

5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)

14,387,312

6. Date Exercisable and Expiration Date of Derivative Security (Month/Day/Year)

7. Title and Amount of Securities Beneficially Owned at end of Issuer’s Fiscal Year (Instr. 3 and 4)

14,387,312

8. Price of Derivative Security (Instr. 5)

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

1. Title of Derivative Security (Instr. 3)

Class B Common Stock

2. Conversion or Exercise Price of Derivative Security

$1

3. Transaction Date (Month/Day/Year)

1/14/2003

4. Transaction Code (Instr. 5)

Class A Common Stock

5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)

14,387,312

6. Date Exercisable and Expiration Date of Derivative Security (Month/Day/Year)

7. Title and Amount of Securities Beneficially Owned at end of Issuer’s Fiscal Year (Instr. 3 and 4)

8. Price of Derivative Security (Instr. 5)

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

1. Title of Derivative Security (Instr. 3)

Class B Common Stock

2. Conversion or Exercise Price of Derivative Security

$1

3. Transaction Date (Month/Day/Year)

1/14/2003

4. Transaction Code (Instr. 5)

Class A Common Stock

5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)

14,387,312

6. Date Exercisable and Expiration Date of Derivative Security (Month/Day/Year)

7. Title and Amount of Securities Beneficially Owned at end of Issuer’s Fiscal Year (Instr. 3 and 4)

8. Price of Derivative Security (Instr. 5)

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

1. None

2. See Derivative Securities Table II

3. 1-for-1 Conversion to Class A Common Stock

4. Presently

5. There is no expiration date on exercisability.

6. Excludes 555,711 shares held by the Pedersen Family Trust #1 u/a dated April 24, 1994 that were previously included in the number of shares held by the Reporting Person. The trust is irrevocable and the Reporting Person has no voting or investment control over the shares held in the trust. Accordingly, under Rule 16a-8, such shares are not beneficially owned by or attributed to the Reporting Person.

7. 609,296 shares held by the ManTech Supplemental Executive Retirement Plan for the benefit of Mr. Pedersen, a plan over which the Reporting Person has voting and investment control.

8. 77,517 shares held by the ManTech Special Assistance Fund, Inc., a fund over which the Reporting Person has voting and investment control.

9. 1,168 shares held by Marilyn A. Pedersen, the Reporting Person's wife, and as to which shares, the Reporting Person disclaims beneficial ownership.

10. The trust is irrevocable and the Reporting Person has no voting or investment control over the shares held in the trust.

11. By the ManTech Supplemental Executive Retirement Plan.

12. By the ManTech Special Assistance Fund, Inc.
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.